

UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK

IN RE STATE STREET BANK AND TRUST :
CO. FIXED INCOME FUNDS INVESTMENT :
LITIGATION :

This document relates to:

No. 07 Civ. 8488
No. 07 Civ. 9319
No. 07 Civ. 9687
No. 08 Civ. 0265

Docket No. 08 MD 1945

Judge Richard J. Holwell

**STIPULATION AND [PROPOSED] ORDER EXTENDING DEADLINE FOR FILING
OF CLASS PLAINTIFFS' MOTION FOR CLASS CERTIFICATION**

WHEREAS, the Court has consolidated for pre-trial purposes the putative class actions captioned *Unisystems, Inc. et al v. State Street Bank & Trust Co., et al.*, 07 Civ. 9319 (the "Unisystems Action"), *Merrimack Mutual Fire Insurance Co. et al. v. State Street Bank & Trust Co., et al.*, 07 Civ. 9687 (the "Andover Action"), and *Nashua Corporation Pension Plan Committee et al. v. State Street Bank & Trust Co., et al.*, No. 08-CV-0265 (the "Nashua Action"), collectively, the "Class Cases", with the individual action captioned *Prudential Retirement Insurance and Annuity Company v. State Street Global Advisors, Inc.*, 07 Civ. 8488 (the "Prudential Action") under the caption "In re State Street Bank and Trust Co. ERISA Litigation."

WHEREAS, by Order of the Court dated February 7, 2008, the Court entered a scheduling order for the litigation providing that named plaintiffs in the Class Cases (the "Class Plaintiffs") are to file their motion for class certification by July 31, 2008;

WHEREAS, on February 25, 2008, Defendants filed a Motion for Transfer to the District of Massachusetts Pursuant to 28 U.S.C. § 1407 for Coordinated or Consolidated Pretrial Proceedings before the Judicial Panel on Multidistrict Litigation ("JPML") for six actions (including the four consolidated actions now captioned *In re State Street Bank and Trust Co. ERISA Litigation* as well as *Memorial Hermann Health Care System, et al. v. State Street Bank & Trust Co., et al.*, C.A. No. 4:07-4089 and *Houston Police Officers Pension System v. State Street Bank & Trust Co., et al.*, C.A. No. 4:08-333) concerning common factual questions pending against State Street in two different jurisdictions;

WHEREAS, on June 16, 2008, the JPML found that all the actions involved common questions of fact, and that centralization under Section 1407 in the Southern District of New York would serve the convenience of the parties and witnesses, and ordered that all actions be transferred to the Southern District of New York and assigned to Honorable Richard J. Holwell for coordinated or consolidated pretrial proceedings;

WHEREAS, the parties are and have been diligently pursuing discovery in this matter, and, for example:

(a) Defendants have produced to the Class Plaintiffs approximately 6.5 million pages of documents pursuant to Class Plaintiffs' First Set of Requests for Production of Documents, which Plaintiffs are in the process of reviewing and organizing for use at depositions, by experts, and at trial;

(b) Class Plaintiffs have produced to Defendants approximately 13,000 pages of documents pursuant to Defendants' First Set of Requests for Production of Documents;

(c) Defendants have served their First Set of Interrogatories and First Set of Requests for Admissions, the Class Plaintiffs have responded to these discovery requests, and have served Defendants with Plaintiffs' First Set of Interrogatories;

(d) Defendants have served notices of deposition pursuant to Federal Rule of Civil Procedure 30(b)(6) on the Class Plaintiffs, which identify numerous topics, and Class Plaintiffs have designated witnesses with knowledge regarding the topics; and

(e) Plaintiffs have served a notice of depositions pursuant to Federal Rule of Civil Procedure 30(b)(6) on Defendants, which identifies numerous topics, and Defendants have designated witnesses with knowledge regarding the topics;

WHEREAS, the parties have determined that in view of the June 16, 2008 Order of the JPML regarding coordination or consolidation of pretrial proceedings of all actions in this matter it will likely be necessary to coordinate scheduling of 30(b)(6) depositions with counsel for all of the parties, including the non-class plaintiffs as well as to coordinate discovery generally among the Class and non-Class cases;

WHEREAS, notwithstanding Defendants production of approximately 6.5 million documents to date, Defendants' document production is not yet complete and is continuing on a rolling basis;

WHEREAS, the parties in the class case agree that it would be more efficient and in the interests of judicial economy to defer the briefing of class certification issues for 60 days in order to allow Class Plaintiffs additional time to review and analyze Defendants' ongoing document production and to take certain deposition discovery that may be relevant to class certification issues;

WHEREAS, no prior requests for extension of time for submission of the motion for class certification have been made, and the parties in the class cases consent to extend the briefing schedule for the motion for class certification and believe that doing so will enable the

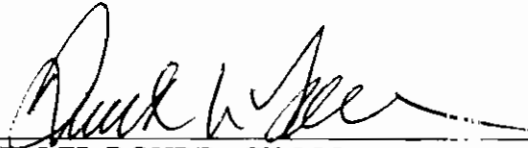
efficient and orderly litigation of this matter, and, therefore, is in the best interests of the parties and the Court;

ACCORDINGLY:

Subject to the approval of the Court, Defendants and Class Plaintiffs stipulate to the extension of the deadline for filing the class certification motion by sixty-one (61) days, from July 31, 2008 to September 30, 2008, and move for entry of an order approving this stipulation.

DATED: July 25, 2008

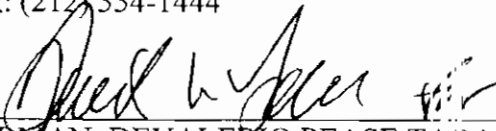
STIPULATED AND AGREED:



KELLER ROHRBACK LLP
Lynn L. Sarko (LS-3700)
Derek W. Loeser (DL-6712)
Karin B. Swope (KS-3369)
1201 Third Avenue, Suite 3200
Seattle, Washington 98101
Tel: 206.623.1900
Fax: 206.623.3384



BERNSTEIN LITOWITZ BERGER
& GROSSMANN LLP
William C. Fredericks (WF-1756)
Wallace A. Showman (WS-0881)
Jonathan Harris (JH-3047)
Jerald D. Bien-Willner
1285 Avenue of the Americas
New York, New York 10019
Tel: (212) 554-1400
Fax: (212) 554-1444



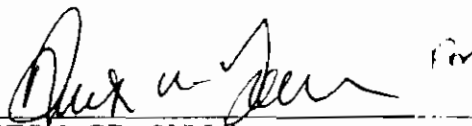
BERMAN, DEVALERIO PEASE TABACCO
BURT & PUCILLO
Jeffrey C. Block (JCB-0387)
Patrick T. Egan
Kristen D. Tremble
One Liberty Square

Boston, Massachusetts 02109

Tel: (617) 542-8300

Fax: (617) 542-1194

Co-Lead Counsel for Plaintiffs



ROPES & GRAY LLP

Harvey J. Wolkoff

Robert A. Skinner

Olivia S. Choe

One International Place

Boston, Massachusetts 02110-2624

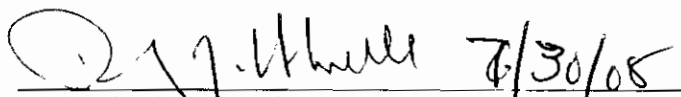
Tel: (617) 951-7000

Fax: (617) 951-7050

***Attorneys for Defendants State Street Bank and
Trust Company and State Street Global Advisors,
Inc.***

Based on the above stipulation setting forth the reasons for the stipulated extension, and there being a reasonable basis for the extension, Class Plaintiffs' deadline for submitting a motion for class certification is hereby extended by sixty-one (61) days to September 30, 2008.

SO ORDERED.


Richard J. Holwell, U.S.D.J.